B1 (Official For Case A) 125-32920-KLP Doc 1 Filed 06/07/15 Entered 06/07/15 22:24:16 Desc Main UNITED STATES BANKRUPTCY OOUTMENT Page 1 of 17 VOLUNTARY PETITION Eastern District of Virginia Name of Debtor (if individual, enter Last, First, Middle): Name of Joint Debtor (Spouse) (Last, First, Middle): Central Medical Laboratory, LLC All Other Names used by the Debtor in the last 8 years All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): (include married, maiden, and trade names): See Attachment A Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): (if more than one, state all): 46-4392728 Street Address of Debtor (No. and Street, City, and State): Street Address of Joint Debtor (No. and Street, City, and State): 737 N. 5th Street, Suite 103 Richmond, VA ZIP CODE ZIP CODE 23219 County of Residence or of the Principal Place of Business: County of Residence or of the Principal Place of Business: City of Richmond, VA Mailing Address of Debtor (if different from street address): Mailing Address of Joint Debtor (if different from street address): ZIP CODE ZIP CODE Location of Principal Assets of Business Debtor (if different from street address above): ZIP CODE Type of Debtor Nature of Business Chapter of Bankruptcy Code Under Which (Check one box.) the Petition is Filed (Check one box.) (Form of Organization) (Check one box.) Health Care Business Chapter 15 Petition for Chapter 7 靣 Individual (includes Joint Debtors) Single Asset Real Estate as defined in Chapter 9 Recognition of a Foreign See Exhibit D on page 2 of this form. 11 U.S.C. § 101(51B) Chapter 11 Main Proceeding ✓ Corporation (includes LLC and LLP) Railroad Chapter 12 Chapter 15 Petition for \blacksquare Partnership Stockbroker Chapter 13 Recognition of a Foreign Other (If debtor is not one of the above entities, check Commodity Broker Nonmain Proceeding this box and state type of entity below.) Clearing Bank 7 Other Nature of Debts Chapter 15 Debtors Tax-Exempt Entity (Check box, if applicable.) (Check one box.) Country of debtor's center of main interests: ☐ Debts are primarily consumer Debts are Debtor is a tax-exempt organization debts, defined in 11 U.S.C. primarily Each country in which a foreign proceeding by, regarding, or under title 26 of the United States § 101(8) as "incurred by an business debts against debtor is pending: Code (the Internal Revenue Code). individual primarily for a personal, family, or household purpose.' Filing Fee (Check one box.) Chapter 11 Debtors Check one box: Full Filing Fee attached. Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is Check if: unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment Filing Fee waiver requested (applicable to chapter 7 individuals only). Must on 4/01/16 and every three years thereafter). attach signed application for the court's consideration. See Official Form 3B. Check all applicable boxes: A plan is being filed with this petition. Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). Statistical/Administrative Information THIS SPACE IS FOR COURT USE ONLY Debtor estimates that funds will be available for distribution to unsecured creditors. Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors **Estimated Number of Creditors** \checkmark 1-49 50-99 100-199 200-999 1.000-5.001-10.001-25.001-50.001-Over 100,000 5,000 25,000 50,000 100,000 10,000 Estimated Assets \$100,000,001 \$10,000,001 More than \$0 to \$50,001 to \$100,001 to \$500,001 \$1,000,001 \$50,000,001 \$500,000,001 \$50,000 \$100,000 \$500,000 to \$10 to \$50 to \$100 to \$500 to \$1 billion \$1 billion to \$1 million million million million million Estimated Liabilities П \$0 to \$50,001 to \$100,001 to \$500,001 \$1,000,001 \$10,000,001 \$50,000,001 \$100,000,001 \$500,000,001 More than \$50,000 \$100,000 \$500,000 to \$1 to \$10 to \$50 to \$100 to \$500 to \$1 billion \$1 billion million million million million million

B1 (Official For 6a)S 64/15-32920-KLP Entered 06/07/15 22:24:16 Desc Main Page 2 Doc 1 Filed 06/07/15 **Voluntary Petition** edical Laboratory, LLC (This page must be completed and filed in every case.) All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.) Case Number: Date Filed: Where Filed: Location Case Number: Date Filed: Where Filed: Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.) Name of Debtor: Case Number: Date Filed: See Attachment B District: Relationship: Judge: Eastern District of Virginia Exhibit A Exhibit B (To be completed if debtor is required to file periodic reports (e.g., forms 10K and (To be completed if debtor is an individual 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) whose debts are primarily consumer debts.) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b). Exhibit A is attached and made a part of this petition. Signature of Attorney for Debtor(s) (Date) Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? Yes, and Exhibit C is attached and made a part of this petition. No. Exhibit D (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) Exhibit D, completed and signed by the debtor, is attached and made a part of this petition. If this is a joint petition: Exhibit D, also completed and signed by the joint debtor, is attached and made a part of this petition. Information Regarding the Debtor - Venue (Check any applicable box.) M Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District. Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.) Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) (Name of landlord that obtained judgment) (Address of landlord) Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and П Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).

B1 (Official For **a) S@4/15-32920-KLP** Doc 1 Filed 06/07/15 Entered 06/07/15 22:24:16 Desc Main Page 3 Document **Voluntary Petition** Central Medical Laboratory, LLC (This page must be completed and filed in every case.) **Signatures** Signature(s) of Debtor(s) (Individual/Joint) Signature of a Foreign Representative I declare under penalty of perjury that the information provided in this petition is true I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 (Check only one box.) or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. ☐ I request relief in accordance with chapter 15 of title 11, United States Code. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I Certified copies of the documents required by 11 U.S.C. § 1515 are attached. have obtained and read the notice required by 11 U.S.C. § 342(b). Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the I request relief in accordance with the chapter of title 11, United States Code, chapter of title 11 specified in this petition. A certified copy of the specified in this petition. order granting recognition of the foreign main proceeding is attached. X Signature of Debtor (Signature of Foreign Representative) X Signature of Joint Debtor (Printed Name of Foreign Representative) Telephone Number (if not represented by attorney) Date Date Signature of Attorney* Signature of Non-Attorney Bankruptcy Petition Preparer /s/ Tyler P. Brown X I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as Signature of Attorney for Debtor(s) defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have Tyler P. Brown provided the debtor with a copy of this document and the notices and information Printed Name of Attorney for Debtor(s) Hunton & Williams LLP required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum Firm Name fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor 951 E. Byrd Street or accepting any fee from the debtor, as required in that section. Official Form 19 is Richmond, VA 23219 attached. Address (804) 788-8200 Telephone Number Printed Name and title, if any, of Bankruptcy Petition Preparer 06/07/2015 Date Social-Security number (If the bankruptcy petition preparer is not an individual, *In a case in which § 707(b)(4)(D) applies, this signature also constitutes a state the Social-Security number of the officer, principal, responsible person or certification that the attorney has no knowledge after an inquiry that the information partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.) in the schedules is incorrect. Signature of Debtor (Corporation/Partnership) I declare under penalty of perjury that the information provided in this petition is true Address and correct, and that I have been authorized to file this petition on behalf of the debtor. X The debtor requests the relief in accordance with the chapter of title 11, United States Signature Code, specified in this petition.

Date

X /s/ Martin McGahan
Signature of Authorized Individual
Martin McGahan
Printed Name of Authorized Individual
Chief Restructuring Officer

Title of Authorized Individual 06/07/2015

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

ATTACHMENT A

All Other Names used by the Debtor in the last 8 Years

None.

ATTACHMENT B

Pending Bankruptcy Case Filed by any Partner or Affiliate of this Debtor

Concurrently herewith, each of the below-listed entities (collectively, the "<u>Debtors</u>"), each commenced a voluntary case under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Eastern District of Virginia and has filed a motion with the Court seeking joint administration of the Debtors' respective chapter 11 cases.

ENTITY NAME	EIN	JURISDICTION OF DOMICILE
Central Medical Laboratory, LLC	46-4392728	Virginia
Health Diagnostic Laboratory, Inc.	26-3740119	Virginia
Integrated Health Leaders, LLC	46-2477832	Virginia

Declaration Under Penalty of Perjury on Behalf of Central Medical Laboratory, Inc.

I declare under penalty of perjury that I have read the foregoing petition and attachments and they are true and correct to the best of my information and belief.

Date:_	June 7, 2015	
		Signature: /s/ Martin McGahan
		Name: Martin McGahan

Title: Chief Restructuring Officer

IN THE UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA RICHMOND DIVISION

In re:	Chapter 11
HEALTH DIAGNOSTIC LABORATORY, INC., et al.,	Case No. 15-[] () (Joint Administration Requested)
Debtors. ¹	

CONSOLIDATED LIST OF CREDITORS HOLDING 30 LARGEST UNSECURED CLAIMS OF HEALTH DIAGNOSTIC LABORATORY, INC., et al.

The following is a consolidated list of the debtors' creditors holding the 30 largest unsecured claims. This list is being filed pursuant to 11 U.S.C. § 521 and Rule 1007(d) of the Federal Rules of Bankruptcy Procedure. The list does not include persons who come within the definition of "insider" set forth in 11 U.S.C. § 101.

Rank	Name of Creditor	Name, Telephone Number and Complete Mailing Address Including Zip Code of Employee, Agent, or Department of Creditor Familiar with Claim Who May be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim
1	U.S. Department of Justice	Elizabeth A. Strawn U.S. Department of Justice	Contract		\$49,512,344
		601 D Street NW, #9138			
		Washington, DC 20004			
		PO Box 261, PHB 9138			
		Washington, DC 20044			
		T: (202) 616-7986 F: (202) 514-0280			
		Elizabeth.Strawn@usdoj.gov			

The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Health Diagnostic Laboratory, Inc. (0119), Central Medical Laboratory, LLC (2728) and Integrated Health Leaders, LLC (7832).

Rank	Name of Creditor	Name, Telephone Number and Complete Mailing Address Including Zip Code of Employee, Agent, or Department of Creditor Familiar with Claim Who May be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim
2	Randox Laboratories	Randy Robinson 515 Industrial Boulevard Kearneysville, WV 25430 (304) 596-7890 Randy.Robinson@randox.com	Contract / Trade Debt		\$4,517,068
3	Metabolon	Todd Lynch, CFO 617 Davis Drive, Suite 400 P.O. Box 110407 Research Triangle Park, NC 27709 (919) 287-3368 Fax (919) 572-1721 TLynch@metabolon.com	Contract	Disputed	\$3,067,775
4	LaTonya S. Mallory	LaTonya S. Mallory 710 Meadow View Ridge Manakin-Sabot, VA 23103 (804) 986-3660 Tonyamallory65@gmail.com	Contract		\$2,421,754
5	Roche Diagnostics Corporation	Alex Cherlin P.O. Box 105046 Atlanta, GA 30348 (757) 508-1634 alex.cherlin@roche.com	Trade Debt		\$1,708,119
6	Kansas Bioscience Authority	Kevin Lockett 10900 S. Clair Blair Blvd Olathe, KS 66061 (913) 397-8300 lockett@kansasbioauthority.org	Contract		\$1,589,875
7	diaDexus	Lori Rafield, CEO 249 Oyster Point Boulevard South San Francisco, CA 94080 (650) 619-6564 LRafield@diadexus.com	Trade Debt		\$1,504,662
8	Ropes & Gray LLP	Deborah Gersh P.O. Box 414265 Boston, MA 02241 (312) 845-1307 Deborah.Gersh@ropesgray.com	Legal Fees		\$1,483,365

Rank	Name of Creditor	Name, Telephone Number and Complete Mailing Address Including Zip Code of Employee, Agent, or Department of Creditor Familiar with Claim Who May be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim
9	Oncimmune Limited	Geoffrey Hamilton-Fairley P.O. Box 844851 Dallas, TX 75284 (888) 783-2003 geoffrey@hamilton-fairley.co.uk	Contract		\$737,675
10	Numares Group	Volker Pfahlert Josef-Engert-Str.9 93053 Regensburg Germany +49 941 69809100 Fax +49 941 69809101 pfahlert.edingen@t-online.de	Contract / Trade Debt		\$734,798
11	FedEx	Stephen Posey P.O. Box 371461 Pittsburg, PA 15250 (804) 855-9591 Stephen.posey@fedex.com	Trade Debt		\$606,422
12	Cleveland HeartLab, Inc.	6701 Carnegie Avenue, Suite 500 Cleveland, OH 44103 Jake Orville (216) 426-6081 ext. 1000 Fax (216) 452-0581 jorville@clevelandheartlab.com	Trade Debt		\$600,028
13	LeClairRyan	Charles Sims P.O. Box 2499 Richmond, VA 23218 (804) 343-5091 Fax (804) 783-7655 Charles.Sims@leclairryan.com	Legal Fees		\$444,065
14	City of Richmond	Division of Collections P.O. Box 26624 Richmond, VA 23261 (804) 646-7000 finance@richmondgov.com	Taxes		\$454,809
15	VWR International	Bruce Palmatier P.O. Box 640169 Pittsburgh, PA 15264 (484) 319-5563 Fax (484) 881-7307 bruce palmatier@vwr.com	Trade Debt		\$382,260

Rank	Name of Creditor	Name, Telephone Number and Complete Mailing Address Including Zip Code of Employee, Agent, or Department of Creditor Familiar with Claim Who May be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim
16	Phillips & Cohen LLP; Roe Cassidy Coates & Price PA	Phillips & Cohen LLP 2000 Massachusetts Ave, N.W. Washington, DC 20036 (202) 833 4567 Fax (202) 833 1815 1052 N. Church Street Greenville, SC 29601 (864) 349 2600 Fax (864) 349 0303	Contract		\$381,500
17	Berk Law PLLC; Cotchett, Pitre and McCarthy, LLP	Berk Law PLLC 2002 Massachusetts Ave, N.W. Washington, DC 20036 (202) 232-7550 Fax (202) 232 7556 Cotchett, Pitre and McCarthy, LLP San Francisco Airport Office Center 840 Malcolm Road, Suite 200 Burlingame, CA (650) 697 6000 Fax (650) 697 0577	Contract		\$350,000
18	Helena Laboratory Corporation	Joe Golias 1530 Lindbergh Drive Beaumont, TX 77704 (409) 842-3714 jgolias@helena.com	Trade Debt / Contract		\$293,073
19	LabCorp	Leslie Shelton P.O. Box 12140 Burlington, NC 27216 Sheltol@LabCorp.com	Trade Debt		\$290,573
20	Beckman Coulter	Sandra Hannah Dept. CH10164 Palentine, IL 60055 (919) 621-0036 Fax (714) 223-4444 skhannah@beckman.com	Trade Debt		\$273,917

Rank	Name of Creditor	Name, Telephone Number and Complete Mailing Address Including Zip Code of Employee, Agent, or Department of Creditor Familiar with Claim Who May be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim
21	BG Medicine	Paul Sohmer, President & CEO 610N Lincoln Street Waltham, MA 02451 (781) 434-0299 Fax (781) 895-1119 psohmer@bg-medicine.com	Trade Debt		\$253,492
22	Mercodia, Inc.	Carissa Jones, US Ops Director 1590 Westbrook Plaza Drive, Ste 201 Winston-Salem, NC 27103 (336) 655-9096 Carissa.jones@mercodia.com	Trade Debt		\$251,580
23	ProFootball Inc. (The Washington Redskins)	Scott Shepherd 21300 Redskins Park Drive Ashburn, VA 20147 (703) 726-7417 Fax 703-726-7084 shepherds@redskins.com	Trade Debt		\$250,000
24	Finnegan Henderson Farabow Garrett & Dunner LLP	Sanya Sukduang 901 New York Avenue, NW Washington, DC 20001 (202) 408-4377 Fax (202) 408-4400 sanya.sukduang@finnegan.com	Legal Fees		\$248,211
25	Petragallo Gordon Alfano Bosick & Raspanti, LLP;	Petragallo Gordon Alfano Bosick & Raspanti, LLP 1818 Market Street Suite 3402 Philadelphia, PA 19103 (215) 320 6200 Fax (215) 981 0082	Contract		\$225,000
	Wyatt & Blake LLP	Wyatt & Blake LLP 435 East Morehead Street Charlotte, NC 28202 (704) 331 0767 Fax (704) 331 0773			
26	DiaSorin	Tim Harris, VP Sales NW 8678 P.O. Box 1450 Minneapolis, MN 55485 (804) 839-1128 Fax (651) 351-5669	Trade Debt		\$193,544

Rank	Name of Creditor	Name, Telephone Number and Complete Mailing Address Including Zip Code of Employee, Agent, or Department of Creditor Familiar with Claim Who May be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim
		tim.harris@diasorin.com			
27	Monument Consulting, LLC	Julie Pittman 3947 Westerre Parkway Richmond, VA 23233 (804) 622-9995 Fax (804) 622-9997	Trade Debt		\$191,388
28	Kronus Market Development Associates, Inc.	Debbie Tapella 170 S. Seneca Springs Way, #105 Star, ID 83669 (800) 457-6687 dtapella@kronus.com	Trade Debt		\$181,170
29	Orchard Software	Andy Tolle, Account Executive 701 Congressional Blvd, Suite 360 Carmel, IN 46032 (800) 856-1948 ext. 6885 (317) 688-6885 Fax (317) 573-2528	Trade Debt		\$162,075
30	Chrom Tech, Inc.	Michelle Iverson, CEO P.O. Box 240248 Apple Valley, MN 55124 (952) 431-6000 Fax (952) 431-6345 michelle@chromtech.com	Trade Debt		\$158,797

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Declaration Under Penalty of Perjury on Behalf of a Corporation or Partnership

I, Martin McGahan, an officer of Health Diagnostic Laboratory, Inc. and each of the other affiliated debtors in the above-captioned cases, declare under penalty of perjury that I have read the foregoing list of consolidated creditors holding the 30 largest unsecured claims and that it is true and correct to the best of my information and belief.

Health Diagnostic Laboratory, Inc., et al	June 7, 2015
Debtors	Date
/s/ Martin McGahan	

IN THE UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA RICHMOND DIVISION

In re: CENTRAL MEDICAL LABORATORY, LLC	Chapter 11 Case No. 15-[] () (Joint Administration Requested)
Debtor.	(**************************************
CORPORATE OWNE PURSUANT TO RU FEDERAL RULES OF BAN Pursuant to Rule 7007.1 of the Federal R	LE 7007.1 OF THE
Laboratory, LLC hereby provides that 100% of i	ts outstanding membership interests are held by
HDL USA Holdings, LLC.	
Date: June 7, 2015	
_	nature: /s/ Martin McGahan ne: Martin McGahan

Title: Chief Restructuring Officer

CENTRAL MEDICAL LABORATORY, LLC

WRITTEN CONSENT OF SOLE MANAGER

The undersigned being the sole Manager of CENTRAL MEDICAL LABORATORY, LLC, a Virginia company (the "<u>Company</u>"), hereby consents to the adoption of the following resolutions:

RESOLVED, that in the good faith business judgment of the Company's Manager, it is in the best interest of the Company, its creditors, stakeholders and other interested parties, that a voluntary petition for relief under chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code"), be filed in the United States Bankruptcy Court for the Eastern District of Virginia, Richmond Division (the "Bankruptcy Court"); and it is

RESOLVED FURTHER, that Martin McGahan, Joseph P. McConnell and Douglas Sbertoli, in their capacity as officers of the Company (together, the "Officers"), be, and each is hereby, authorized, empowered and directed to execute and verify on behalf of and in the name of the Company, a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the Bankruptcy Court in such form and at such time as the Officer executing said petition on behalf of the Company shall determine; and it is

RESOLVED FURTHER, that the Company shall be and is hereby, authorized, and empowered, to execute, verify and/or file, or cause to be filed and or executed or verified (or direct others to do so on its behalf as provided herein) all necessary documents, including without limitation a plan of reorganization and disclosure statement, and all petitions, affidavits, schedules, motions, lists, applications, pleadings, and other papers, and in that connection to employ and retain all assistance by legal counsel or other professionals and to take any and all actions necessary and proper in connection with the chapter 11 case contemplated hereby, with a view to the successful prosecution of such cases; and it is

RESOLVED FURTHER, that the Officers of the Company or any one of them be, and each is hereby, authorized, empowered and directed to (i) prepare, or cause to be prepared on the Company's behalf, the necessary documents, including without limitation a plan of reorganization and disclosure statement, and all petitions, affidavits, schedules, motions, lists, applications, pleadings, and other papers referred to in the foregoing resolution, and, (ii) in the express prior approval of the Manager (a) file and prosecute to a conclusion any such plan of reorganization, and (b) to take any and all actions necessary and proper in connection with the chapter 11 case contemplated hereby, including without limitation incurring post-petition debt, with a view to the successful prosecution of such case; and it is

RESOLVED FURTHER, that the Company shall be and is hereby authorized, empowered and directed to employ, on behalf of the Company, the

law firm of Hunton & Williams LLP under a special retainer as general bankruptcy counsel to the Company and in other related matters on such terms and conditions as the Officers of the Company shall approve; and it is

RESOLVED FURTHER, that the Company shall be and is hereby authorized, empowered and directed to employ, on behalf of the Company, Alvarez & Marsal under a special retainer as Financial Advisors to the Company on such terms and conditions as the Officers of the Company shall approve; and it is

RESOLVED FURTHER, that the Company shall be and is hereby authorized, empowered and directed to employ, on behalf of the Company, Hirshler Fleisher, P.C. under a special retainer as conflicts counsel for the Company on such terms and conditions as the Officers of the Company shall approve; and it is

RESOLVED FURTHER, that the Company shall be and is hereby authorized, empowered and directed to employ, on behalf of the Company, Alvarez & Marsal under a special retainer to provide the Company with a Chief Restructuring Officer, who shall be Martin McGahan, on such terms and conditions as the Officers of the Company shall approve; and it is

RESOLVED FURTHER, that the Company shall be and is hereby authorized and empowered to employ, on behalf of the Company, such other counsel, financial advisors or other professionals as may be prudent and desirable in connection with the prosecution and/or administration of the restructuring of the Company under the Bankruptcy Code on such terms and conditions as the Officers of the Company shall approve; and it is

RESOLVED FURTHER, that all acts lawfully done or actions lawfully taken by any Officer to seek relief on behalf of the Company under chapter 11 of the Bankruptcy Code be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company; and it is

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RESOLVED FURTHER, that the effective date of the foregoing resolutions shall be June 1, 2015

IN WITNESS WHEREOF, the undersigned sole Manager of the Company has executed this Consent effective as of the date written above.

/s/ Joseph P. McConnell Joseph P. McConnell